

Anderson Elec., Inc. v. Ledbetter Erection Corp., 115 Ill. 2d 146, 153 (1986) (economic loss doctrine extended to the furnishing of services).¹¹

a. The Complaint Seeks Recovery of Damages Barred By the Economic Loss Doctrine.

The Complaint alleges that market timed trading causes dilution of fund assets and increased fund costs while allowing market timers to obtain “excess profits” (“a profitable trading strategy”). (Compl., ¶¶ 38-45). The Complaint alleges this “market timing strategy” is contrary to the expectations of plaintiff shareholders as to the “advantages of long term ownership of funds over direct investment....” (Compl., ¶ 17). Lost profits, inadequate value, and disappointed expectations are exactly the types of damages barred by the economic loss doctrine. Moorman, 91 Ill. 2d at 82. Thus, plaintiff Parthasarathy’s state law claims against the Artisan Defendants, if they are not completely preempted by the ICA, may be pursued, if at all, only under contract law. See Anderson Elec., Inc., 115 Ill.2d at 153 (dismissal under the economic loss rule “is not conditioned upon the availability to the plaintiff of a contract or warranty remedy”).

¹¹ Wisconsin Courts similarly have applied that state’s economic loss doctrine to bar recovery in tort for purely economic injury. See, e.g., Sunnyslope Grading Inc. v. Miller, Bradford & Risberg, Inc., 437 N.W.2d 213, 217-218 (Wis. 1989) (first implementing economic loss doctrine as between commercial parties in privity); Daanen & Janssen, Inc. v. Cedarapids, Inc., 573 N.W.2d 842, 846 (Wis. 1997) (extending economic loss doctrine to commercial parties not in privity); Gen. Cas. Co. v. Ford Motor Co., 592 N.W.2d 198, 198-199 (Wis. 1999) (further extending economic loss doctrine to consumer transactions); Biese v. Parker Coatings, Inc., 588 N.W.2d 312, 316-17 (Wis. Ct. App. 1998) (recovery on plaintiff’s claim for negligent instruction, guidance and advice provided in conjunction with materials for installation of flooring precluded by economic loss doctrine); Prent Corp. v. Martek Holdings, Inc., 618 N.W.2d 201, 207 (Wis. Ct. App. 2000) (barring recovery for alleged negligent representation in conjunction with design and sale of customized software under economic loss doctrine). The Wisconsin Supreme Court has not decided the question of whether that state’s economic loss doctrine applies to claims arising exclusively out of the provision of services. Barr v. Premier Prod. Co., Inc., No. 02-0688, 2002 WL 31749954, *2 (Wis. App. Ct. Dec. 10, 2002).

b. The Exceptions to the Economic Loss Doctrine Do Not Apply to Plaintiff Parthasarathy's Claims.

The Illinois Supreme Court, in Moorman and subsequent decisions, has recognized several limited exceptions to the economic loss doctrine. *See, e.g., Congregation of the Passion Holy Cross Province v. Touche Ross & Co.*, 159 Ill. 2d 137, 164 (1994) (accountants); Collins v. Reynard, 154 Ill. 2d 48, 56 (1992) (attorneys). However, there is no reported case establishing an exception to the Moorman doctrine for claims against a mutual fund or its investment adviser, and in cases involving professionals other than attorneys and accountants, the Illinois Supreme Court has refused to carve out exceptions to the economic loss doctrine. *See, e.g., 2314 Lincoln Park West*, 136 Ill. 2d at 312 (architect); Firemen's Fund Ins. Co., 176 Ill. 2d at 168-70 (engineer). *See also Bulk Serv. Corp. v. Buick*, 203 Ill. App. 3d 739 (1st Dist. 1990) (insurance consultant).

The Northern District of Illinois, applying Illinois law, considered the Moorman issue in the context of negligence claims against an underwriter of securities. Sliter v. Crittenden Roth, Inc., No. 00 C 3845, 2000 WL 1745184, *6 (N.D. Ill. Nov. 27, 2000). In Sliter, the defendant underwriter was hired to assist in the pricing of the defendant corporation's shares for an initial public offering. In dismissing the negligence claim, the court concluded that Illinois state courts would not extend the professional malpractice exception to the professional obligations of an underwriter of securities. *Id.* at *6. *See also Ohio Cas. Ins. Co. v. Bank One*, No. 95 C 6613, 1996 WL 507292, *10 (N.D. Ill. Sept. 5, 1996) (court distinguished bank-customer relationship from traditional duties in accountant-client relationship and held negligence claims barred); Johnson v. Mut. Sav. Bank, No. 95 C 2379, 1996 WL 79414, *5 (N.D. Ill. Feb. 21, 1996) (shareholder's claim that bank breached duty of care to pursue stated investment policy dismissed).

In this case, plaintiff Parthasarathy seeks recovery of economic loss allegedly resulting from what he claims was negligence in the valuation of portfolio securities. That recovery is not available under plaintiff's tort-based theories.

6. Count II Fails to Plead Any Facts Necessary to State a "Willful And Wanton" Claim.

In Count II, plaintiff Parthasarathy seeks punitive damages for alleged "willful[] and wanton[]" breach of duties. (Compl., ¶ 64) But a count for willful and wanton misconduct must plead *facts* demonstrating that the Artisan Defendants acted either with intentional or conscious disregard of their duty to plaintiff Parthasarathy. Oravek v. Cmty. Sch. Dist. 146, 264 Ill. App. 3d 895, 898 (1st Dist. 1994). A complaint which, as here, simply contains "bare characterization[s]" without supporting factual allegations of willful conduct is properly stricken. *Id.*; Kraft Chem. Co. v. Ill. Bell Tel. Co., 240 Ill. App. 3d 192, 198 (1st Dist. 1993) (plaintiff failed to state a claim where complaint did not contain sufficient facts to demonstrate defendants' acts were deliberate).

Here, plaintiff has merely salted his breach of duty allegations with the words "willfully and wantonly." This is legally insufficient. Pendowski v. Patent Scaffolding Co., 89 Ill. App. 3d 484, 492 (1st Dist. 1980) (holding that plaintiff's count for willful and wanton misconduct failed to state a cause of action because the addition of the language "conscious indifference" is too broad and "fails to sufficiently correlate [the defendants] state of mind to a specific recognizable duty owed to [plaintiff]"). See also Oravek, 264 Ill. App. 3d at 898 (plaintiff's mere characterization of acts or omissions as "willful and wanton" was insufficient to establish the conscious disregard necessary to support a claim); Wait v. First Midwest Bank/Danville, 142 Ill. App. 3d 703, 710 (4th Dist. 1986) ("[t]he mere addition of the phrase 'willful and wanton'...is insufficient to allege reckless misconduct necessary to support an allowance of punitive

damages); Plocher v. City of Highland, 59 Ill. App. 3d 697, 700-01 (5th Dist. 1978) (plaintiff's count for willful and wanton conduct dismissed because plaintiff's allegations that defendant's conduct was "willful, wanton and malicious" failed to state a claim). "A complaint may not rest upon conclusions of fact unsupported by allegations of specific facts from which conclusions may be drawn." Plocher, 59 Ill. App. 3d at 701. No such facts are pleaded by plaintiff Parthasarathy in Count II of the Complaint, and that count therefore must be dismissed.

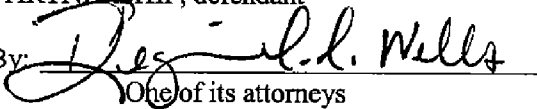
CONCLUSION

For all the foregoing reasons, defendants Artisan Funds, Inc. and Artisan Partners Limited Partnership respectfully request that the Complaint be dismissed as to them for lack of personal jurisdiction. In the alternative, the Artisan Defendants respectfully request that the Complaint be stricken and dismissed as legally insufficient, and for misjoinder.

Dated: March 11, 2004

Respectfully submitted,

ARTISAN PARTNERS LIMITED
PARTNERSHIP, defendant

By: 
One of its attorneys

Gordon R. Broom - #00308447
Troy A. Bozarth - #06236748
Regina L. L. Wells - #06278688
Burroughs, Hepler, Broom,
MacDonald, Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, IL 62025
(618) 656-0184

John W. Rotunno - #02405342
Kenneth E. Rechteris - #06190285
Daniel J. Hayes - #06243089
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, IL 60602-4207
(312) 372-1121

Attorneys for Artisan Partners Limited Partnership

ARTISAN FUNDS, INC., defendant

By: 

One of its attorneys

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, DC 20005
(202) 508-4600

Robert H. Shultz, Jr. #03122739
Richard K. Hunsaker #06192867
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, IL 62026
(618) 656-4646

Attorneys for Artisan Funds, Inc.

CERTIFICATE OF SERVICE

The undersigned, an attorney, states that she caused the foregoing **Memorandum in Support of the Artisan Defendants' Motions (1) Pursuant to Section 2-301 of the Illinois Code of Civil Procedure to Dismiss for Lack of Personal Jurisdiction, and (2) in the Alternative, to Strike and Dismiss Pursuant to Section 2-615 of the Illinois Code of Civil Procedure** to be served upon:

Stephen M. Tillery
Korein Tillery
10 Executive Woods Court
Swansea, Illinois 62226

George A. Zelcs
Three First National Plaza
70 West Madison Street
Suite 660
Chicago, Illinois 60602

Klint Bruno
Law Offices of Klint
Bruno
1131 Lake Street
Oak Park, Illinois 60301
Counsel for Plaintiffs

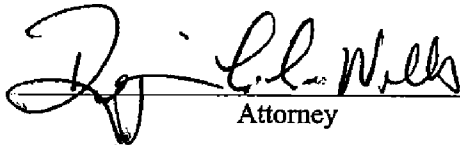
Daniel A. Pollack
Martin I. Kaminsky
Edward T. McDermott
Anthony Zaccaria
Pollack & Kaminsky
114 West 47th Street
New York, New York 10036

Frank N. Gundloch
Glenn E. Davis
Armstrong Teasdale LLP
One Metropolitan Square, Suite 2600
St. Louis, Missouri 63102
Counsel for Defendants
*T. Rowe Price International
Funds Inc.,
T. Rowe Price International, Inc.,
AIM International Funds, Inc.,
and
AIM Advisors, Inc.*

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W.
Suite 900
Washington, D.C. 20005
(202) 508-4600

Robert H. Shultz, Jr.
Richard K. Hunsaker
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, IL 62026
(618) 656-4646
*Attorneys for Artisan
Funds, Inc.*

by placing copies of said Memorandum in properly addressed envelopes, with first class postage affixed, and depositing said envelopes in the United States Mail at Edwardsville, Illinois, 11th day of March, 2004.


Attorney

STATE OF ILLINOIS
IN THE CIRCUIT COURT OF THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY
(618) 692-6240
WWW.CO.MADISON.IL.US

PARTHASARATHY T K IND AND ON BEHALF OF ALL OTHERS SIMILARLY
PLAINTIFF

DATE: 9/17/2003

VS.

CASE No. 2003 L 001253

ARTISAN FUNDS INC A CORPORATION
R/A CAMERON AVERY BELL BOYD &
70 WEST MADISON ST STE 33
CHICAGO IL 60602
DEFENDANT

DEFENDANT ARTISAN FUNDS INC A CORPORATION:

You are hereby summoned and required to file an answer in this case, or otherwise file your appearance, in the office of the Madison County Circuit Clerk, within 30 days after service of this summons, exclusive of the day of service. If you fail to do so, a judgment or decree by default may be taken against you for the relief prayed in the complaint.

This summons must be returned by the officer or other person to whom it was given for service, with endorsement thereon of service and fees, if any, immediately after service. If service cannot be made, this summons shall be returned so endorsed.

This summons may not be served later than 30 days after its date.

Witness: MATT MELUCCI the Clerk of said Circuit Court and the seal thereof, at Edwardsville, Illinois, this SEPTEMBER 17, 2003.

MATT MELUCCI
CLERK OF THE CIRCUIT COURT

(SEAL)

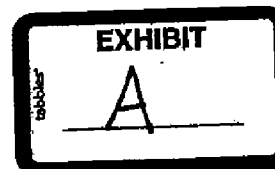
BY: *A Bentlage*
Deputy Clerk

=====

(Plaintiff's attorney or plaintiff if he is not represented by an attorney)

KOREIN TILLERY
10 EXECUTIVE WOODS COURT
BELLEVILLE IL 62226-2030

Date of Service: 9/24, 2003.
(To be inserted by officer on the copy left with the defendant or other person)



09/23/2003 17:05 FAX 414.380.6138

QUINCY & NANN

+ BELL BOYD LLOYD 002
002/035

STATE OF ILLINOIS
IN THE CIRCUIT COURT OF THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY
(518) 692-6240
WWW.CO.MADISON.IL.US

PARIMASARATHY T K ING AND ON BEHALF OF ALL OTHERS SIMILARLY
PLAINTIFF

VS.

DATE: 9/19/2003

CASE No. 2003 L 001253

ARTISAN PARTNERS LIMITED PARTNERSHIP
C/A DEBRA RADON KOENIG
780 NORTH WATER STREET
MILWAUKEE WI 53202
DEFENDANT

DEFENDANT ARTISAN PARTNERS LIMITED PARTNERSHIP:

You are hereby summoned and required to file an answer in this case, or otherwise file your appearance, in the office of the Madison County Circuit Clerk, within 30 days after service of this summons, exclusive of the day of service. If you fail to do so, a judgment or decree by default may be taken against you for the relief prayed in the complaint.

This summons must be returned by the officer or other person to whom it was given for service, with endorsement thereon of service and fees, if any, immediately after service. If service cannot be made, this summons shall be returned so endorsed.

This summons may not be served later than 30 days after its date.

Witness: MATT MELUCCI the Clerk of said Circuit Court and the seal thereof, at Edwardsville, Illinois, this SEPTEMBER 17, 2003.

MATT MELUCCI
CLERK OF THE CIRCUIT COURT

(SEAL)

BY: [Signature]
Deputy Clerk

(Plaintiff's attorney or plaintiff if he is not represented by an attorney)

KORIN TILLEY
10 EXECUTIVE WOODS COURT
BELLEVILLE IL 62226-2030

Date of Service: _____, 20____.
(To be inserted by officer on the copy left with the defendant or other person)





ARTISAN FUNDS

ACCOUNT ACCESS | HELP

ARTISAN FUNDS | PERFORMANCE | SHAREHOLDER CENTER | COMPANY/NEWS | M

OPENING AN
ACCOUNT

Purchasing Shares

Account Types

Account Options

Investing in a Closed Fund

Info You'll Receive

Materials & Info

Related Items

Prospectus

Statement of
Additional Info

Existing Artisan Funds investors can open new accounts by exchanging shares from their existing Artisan accounts. See [Exchanging Shares](#) section.

New shareholders should follow STEPS 1-4 below to open an Artisan Funds account.

STEP 1: Read the Prospectus

Read the Artisan Funds prospectus. If you would like to view the prospectus online, [click here](#). If you would like to have a prospectus kit delivered to you via regular mail, [click here](#).

STEP 2: Select a Fund

For information to help you select the Artisan Fund that is appropriate for you, start at the profile page for each fund within the Artisan Funds section.

STEP 3: Complete an Application

You can select, download and print the Artisan Funds application that is right for you by going to the [Information Request](#) section.

STEP 4: Send your Application to Artisan Funds

After you have completed and signed your application, enclose it with your investment check (or authorization for an Automatic Investment Plan) and mail to the following address:

For regular mail delivery:

Artisan Funds
PO Box 8412
Boston, MA 02266-8412

For overnight delivery:

Artisan Funds
c/o Boston Financial
66 Brooks Drive
Braintree, MA 02184

[Back to Top](#)

© 1999-2004 Artisan Distributors LLC. All rights reserved.
For additional information, call 800.344.1770. [Send Comments](#)
Date of first use: 11/25/03.





ARTISAN FUNDS

[ACCOUNT ACCESS](#) | [HELP](#)[ARTISAN FUNDS](#)[PERFORMANCE](#)[SHAREHOLDER CENTER](#)[COMPANY/NEWS](#)[M](#)MANAGING YOUR
ACCOUNT[Account Balance](#)[Purchasing Shares](#)[Exchanging Shares](#)[Selling Shares](#)[Changing Account Info](#)[Materials & Info](#)[Related Items](#)[Shareholder
Options Form](#)[Prospectus](#)

For information on how to purchase shares of Artisan Funds, scroll or jump to a specific method that interests you:

- o [By Mail](#)
- o [By Telephone](#)
- o [By Wire](#)
- o [By Automatic Investment Plan \(AIP\)](#)

By Mail**To open an account:**

Complete and sign the new account application. Mail the application, along with your check or money order for \$1,000 or more, via regular mail or overnight delivery to the appropriate address shown below. All checks or money orders must be payable to "Artisan Funds" or to the fund in which you are investing. Third-party checks will not be accepted.

To add to an account:

Put your account number on a check or money order for \$50 or more. All checks or money orders must be payable to "Artisan Funds" or to the fund in which you are investing. Third-party checks will not be accepted. Mail it, along with the form at the bottom of your account statement, via regular mail or overnight delivery to the appropriate address below:

For regular mail delivery:

Artisan Funds
PO Box 8412
Boston, MA 02266-8412

For overnight delivery:

Artisan Funds
c/o Boston Financial
66 Brooks Drive
Braintree, MA 02184
800.344.1770

[Back to Top](#)**By Telephone -- 800.344.1770****To open an account:**

You may open a new account by telephone only by exchange of \$1,000 or more from your identically registered account in another of the Artisan Funds. You may establish the telephone transaction option by electing it on your new account application. If you did not do so, please request and complete the Shareholder Options Form.

To add to an account:

The telephone transaction option enables you to add from \$50 to \$25,000 to your account by telephone. It also lets you exchange among Artisan Funds by telephone.

You may elect the telephone transaction option on your applications or – at a later date – by completing the Shareholder Options Form.

[Back to Top](#)

By Wire

To open an account:

Please call 800.344.1770 for instructions on opening an account by wire.

To add to an account:

Please call 800.344.1770 for instructions on adding to an account by wire.

[Back to Top](#)

By Automatic Investment Plan (AIP)

This service is a convenient way to make regular, systematic investments into your Artisan Fund. Once a month, you purchase shares by transferring money from your designated checking or savings account directly into your Artisan Fund. Simply decide how much you want to invest (the monthly minimum is \$50) and the day (between the 3rd and the 28th) that you want the transfer to take place.

The rest is automatic. There are no telephone calls to make, no monthly forms to complete and no trips to the post office. You're not locked in. If you wish to discontinue the AIP, just notify us in writing.

To open an account:

Complete and sign the Automatic Investment Plan section of the account application.

If you choose the Automatic Investment Plan when you open your account, the minimum initial investment of \$1,000 will be waived.

To add to an account:

To add this convenient feature to your Artisan Fund account, please call 800.344.1770 for a Shareholder Options Form.

[Back to Top](#)

Disclosure: Systematic investing does not ensure a profit, nor does it protect you against a loss in a declining market. Also, systematic investing will not keep you from losing money if you decide to sell your shares when the market is down.

© 1999-2004 Artisan Distributors LLC. All rights reserved.
For additional information, call 800.344.1770. [Send Comments](#)
Date of first use: 11/27/01.

ARTISAN FUNDS

ACCOUNT ACCESS | HELP

ARTISAN FUNDS | PERFORMANCE | SHAREHOLDER CENTER | COMPANY/NEWS | M

MANAGING YOUR ACCOUNT

Account Balance

- Purchasing Shares
- Exchanging Shares
- Selling Shares
- Changing Account Info
- Materials & Info

Related Items

- Prospectus
- Statement of Additional Info

Your account balance is available from a variety of convenient sources. For 24 hour, 7 day a week service, use either [Artisan's Account Access](#) on this website or the voice response system available by dialing toll-free 800.344.1770. Additionally, customer service representatives are available to provide account information from 8:00 a.m. to 6:00 p.m. eastern time, Monday through Friday toll-free at 800.344.1770.

For details on how to obtain your current account balance, click on one of the options below:

- Click [here to access your account online.](#)
- [Call a Customer Service Representative](#)
- [Call the Automated Voice Response System](#)
- [Use Share Price Information](#)
- [No Transaction Fee \(NTF\) Programs](#)
- Shareholders who purchase Artisan Fund shares through one of the No Transaction Fee (NTF) programs offered by major discount brokerages, such as [Charles Schwab Mutual Fund OneSource®](#), [Fidelity FundsNetwork®](#) and [TD Waterhouse Mutual Fund Network](#), are able to obtain account information only from their NTF-provider.

Call a Customer Service Representative

You may obtain current account information from an Artisan Funds Customer Service Representative during normal business hours, Monday through Friday from 8:00 a.m. to 6:00 p.m. Eastern Time. Follow these two steps to reach a representative:

- Dial **800.344.1770**
- Press **3** to speak with an Artisan Funds Representative

Call the Automated Voice Response System

The Automated Voice Response System is available 24 hours a day, seven days a week. Only touch-tone telephones may access this system. Also, you will need your Social Security Number and your PIN (personal identification number) to gain access. If you have not used the automated system before, you will have the opportunity to create a PIN after entering the system. Here's how to access the system using your touch-tone telephone.

- Dial **800.344.1770**
- Press **1** to enter the automated system
- Press **2** to request your account balances

Use Share Price Information

Most daily newspapers and business publications provide up-to-date statistics on mutual funds, including the most recent price of a mutual fund share, i.e. Net Asset Value (NAV). Generally, the funds are listed alphabetically by fund family in a table. You can use the NAV and your most recent account statement to calculate your account value. **To calculate the value of your Artisan investment, simply multiply the value (NAV) of each share by the number of shares you own.** More information on the mutual fund listings and account statements follows.

How to read the mutual fund listings

Generally speaking, these are the four columns of information most common in the listings.

- o The first column lists the abbreviated name of the fund.
- o The second column shows the fund price (NAV) per share for the previous business day. This NAV reflects the price you received if you placed a transaction on that day.
- o The third column shows the change, if any, in the NAV from the previous trading day. Any change, up or down, reflects the change in value of the fund's portfolio holdings. Note: A special footnote may indicate that the fund has paid a dividend, which reduces the NAV.
- o The fourth column shows the year-to-date (YTD) percentage change for each fund, assuming reinvestment of all distributions.

Some papers and publications will offer or substitute other information such as the expense ratio, sales charges, if any, and distributions. Each publication provides an explanation of their listings and how to read the table.

How to read your account statement

Account statements are produced after the close of each calendar quarter (March, June, September and December) and to confirm purchase and redemption transactions. Continuing, automatic transactions, such as a monthly Automatic Investment Plan purchase, are confirmed on your quarterly account statements. Your Account Statement provides:

- o Your current account registration and mailing address
- o Your account share balance
- o Your account dollar value
- o Your recent account transactions

No Transaction Fee (NTF) Programs

Shareholders purchasing shares through one of the no-load, no transaction fee programs available from major discount brokers must contact their program sponsor to obtain account information. We are unable to provide account balances for participants in these programs. The hyperlinks of three popular programs follow:

- o [Charles Schwab Mutual Fund OneSource®](#)
- o [Fidelity FundsNetwork®](#)
- o [TD Waterhouse Mutual Fund Network](#)

Artisan Funds, Artisan Partners Limited Partnership and Artisan Distributors LLC are not responsible for, and do not warrant the accuracy, timeliness or suitability of, the content of any site owned by a third party that may be linked to this website via a hyperlink.

[Back to Top](#)

© 1999-2004 Artisan Distributors LLC. All rights reserved.
For additional information, call 800.344.1770. [Send Comments](#)
Date of first use: 4/30/03.



ARTISAN FUNDS

ACCOUNT ACCESS | HELP



ARTISAN FUNDS

PERFORMANCE

SHAREHOLDER CENTER

COMPANY/NEWS

M

MANAGING YOUR
ACCOUNT

Account Balance

Purchasing Shares

Exchanging Shares

Selling Shares

Changing Account Info

Materials & Info

Related Items

Shareholder
Options Form

Prospectus

Each exchange between accounts must be at least \$1,000. The price of shares exchanged is determined at the end of that day's trading session. An exchange is a sale of one fund, using the proceeds to purchase another fund, and may have tax consequences for you.

Before you exchange into a fund in which you haven't invested previously, please read the fund's prospectus. You must also meet the fund's minimum initial investment requirement.

For information on how to exchange shares of Artisan Funds, scroll or jump to a specific section that interests you:

- [By Mail](#)
- [By Telephone](#)

By Mail**Individual, Joint Owners, Sole Proprietorships and UGMA/UTMA**

Mail a letter of instruction including: the names of the Funds you wish to exchange from and to; your account number(s); each owner's name and address; the dollar amount or number of shares to be exchanged; and the signature of each owner as it appears on the account.

Trust

All Trustees must sign the letter of instruction.

For regular mail delivery:

Artisan Funds
PO Box 8412
Boston, MA 02266-8412

For overnight delivery:

Artisan Funds
c/o Boston Financial
66 Brooks Drive
Braintree, MA 02184
800.344.1770

[Back to Top](#)**All Others**

Call 800.344.1770 for instructions.

By Telephone – 800.344.1770

You may exchange shares by calling an Artisan Funds Customer Service Representative during normal business hours, Monday through Friday from 8:00

a.m. to 6:00 p.m. Eastern Time. Follow these two steps to reach a representative.

- o **Dial 800.344.1770**
- o **Press 3** to speak with an Artisan Funds Representative

Telephone Exchange Option restrictions:

- o If you wish to exchange between Funds, be sure both accounts are registered in the same name, with the same address and taxpayer Identification number.
- o You may open a Fund account by telephone exchange from another Artisan Fund account only if you previously chose the Telephone Exchange Option for the Fund from which you want to make the exchange.
- o If your account is subject to backup withholding, you may not use the Telephone Exchange Option.
- o Excessive trading can hurt both fund performance and shareholders. Thus, if you make excessive use of the Telephone Exchange Option, Artisan Funds may terminate your access to the plan or limit the number of transfers you can make in a calendar year.
- o Artisan Funds reserves the right to terminate or modify the Telephone Exchange Option at any time. If Artisan Funds finds it necessary to do either, it will try to notify you in advance.

[Back to Top](#)

© 1999-2004 Artisan Distributors LLC. All rights reserved.
For additional information, call 800.344.1770. [Send Comments](#)
Date of first use: 11/27/01.



ARTISAN FUNDS

ACCOUNT ACCESS | HELP

ARTISAN FUNDS

PERFORMANCE

SHAREHOLDER CENTER

COMPANY/NEWS

ENROLLMENT E-DELIVERY

Enrollment

[Update Email](#)
[Cancel E-Delivery](#)
[E-Delivery FAQs](#)

Artisan is pleased to offer electronic delivery (E-Delivery) for Fund communications. With E-Delivery you will receive announcements for all available Artisan Funds documents, including, but not limited to, prospectus updates and financial reports, via email. All accounts associated with the Social Security Number/TIN that is entered will be enrolled for this service.

As soon as your request for E-Delivery is processed, you will receive those documents electronically - no more waiting for the U.S. Postal Service to deliver them to your mailbox. You will continue to receive notification of the availability of Artisan Funds documents by email until you notify us otherwise. Please complete the information below to enroll.

Direct Shareholders Only - complete all 4 steps

1. Enter your Social Security Number/TIN (Omit dashes)

2. Re-enter your Social Security Number/TIN

3. Enter your email address

4. Re-enter your email address

Other Services

[Update Email](#)
[Cancel E-Delivery](#)
[Artisan Shareholder Through a Third Party? \(i.e. Charles Schwab\)](#)
[Not an Artisan Shareholder? Request, update or cancel E-Alerts](#)

You are consenting to receive all communications, including, but not limited to, prospectuses, supplements to prospectuses, annual and semi-annual reports, quarterly reports, proxy statements and special news announcements via electronic delivery. All Artisan Funds accounts (held directly with Artisan Funds) associated with your Social Security Number or Tax Identification Number entered will automatically be enrolled for this service. As materials become available, we will send you an email notification containing the Internet address (URL) where the materials can be viewed and printed.

If you wish to take advantage of E-Delivery you must have an email account, access to an Internet browser and Adobe Acrobat Reader® (Acrobat® software is available for download free of charge at www.adobe.com). If you wish to print documents, you must also have access to a printer.

Although we currently intend to continue sending paper account statements, confirmations and tax statements by mail for some period, this consent includes such items and any other Artisan Funds communications made available in the future. If we start delivering those items electronically, we will deliver yours electronically without any need for further action by you.

Please note that although there is no charge for this service, you may incur costs associated with electronic access to the documents, such as usage charges from Internet access providers and telephone companies.

If, after enrollment in E-Delivery, you would like to receive a paper copy of any communication, in addition to your email notification, please call us at 800.344.1770, write to us at Artisan Funds, Inc., P.O. Box 8412, Boston, MA 02266-8412, or order the communication online by [clicking here](#).

Enrollment in E-Delivery has no expiration date. You may update or cancel your enrollment at any time by clicking on the Update Email or Cancel E-Delivery links above and following the instructions, calling 800.344.1770 or writing to us at Artisan Funds, Inc., P.O. Box 8412, Boston;

MA 02266-8412.

Artisan Funds considers customer privacy to be a fundamental aspect of our relationship with shareholders. [Click here to read our privacy policy.](#)

The E-Delivery service is provided by ICS, a division of ADP, who acts on our behalf and is contractually obligated to keep the information that we provide to them confidential and to use that information only to provide the services that we have asked them to perform. ICS maintains physical, electronic, and procedural safeguards to guard your nonpublic personal information. For more information on ADP's privacy policy, please see their [Privacy Notice](#).

[Terms & Conditions](#)

© 1999-2003 Artisan Distributors LLC. All rights reserved.
For additional information, call 800.344.1770. [Send Comments](#)
Date of first use: 7/29/03.

IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARATHY, EDMUND WOODBURY,
STUART ALLEN SMITH, and SHARON SMITH,
individually and on behalf of all others similarly
situated,

Plaintiffs,

vs.

Cause No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,
a corporation, T. ROWE PRICE INTERNATIONAL,
INC., ARTISAN FUNDS, INC., a corporation,
ARTISAN PARTNERS LIMITED PARTNERSHIP, and
AIM INTERNATIONAL FUNDS, INC., a corporation,
AIM ADVISORS, INC.,

Defendants.

MOTION FOR ADMISSION PRO HAC VICE

COMES NOW the law firm of KOREIN TILLERY, pursuant to Supreme Court Rule 707 and respectfully moves this Court to allow *Francis J. Blaint, Jr. and Andy Friedman* admission *pro hac vice* to represent Plaintiff, *T.K. Parthasarathy, Edmund Woodbury, Stuart Allen Smith, individually and on behalf of all others similarly situated*, and in support of this motion, states as follows:


1. *Francis J. Blaint, Jr. and Andy Friedman* are attorneys in the law firm of Bonnett, Fairbourn, Friedman & Balint, P.C., located at 2901 N. Central Avenue, Ste. 1000, Phoenix, Arizona 85012.
2. *Francis J. Blaint, Jr. and Andy Friedman* are licensed to practice in the State of Arizona.
3. *Francis J. Blaint, Jr. and Andy Friedman* have not been subject to discipline in any court or jurisdiction. The attorneys of KOREIN TILLERY, including Eugene Barash, are Illinois licensed attorneys and will continue to serve as counsel for the Plaintiff in this action.
4. *Francis J. Blaint, Jr. and Andy Friedman* do not wish to be admitted generally.

RECEIVED
MAR 16 2004
LOGGED
CALENDARED FOR

for the purpose of this case only.

WHEREFORE, pursuant to Illinois Supreme Court Rule 707, KOREIN TILLERY respectfully request that *Francis J. Blaint, Jr. and Andy Friedman* be admitted to the Circuit Court of the Third Judicial Circuit, Madison County, Illinois *pro hac vice* in the matter of *T.K. Parthasarathy, Edmund Woodbury, Stuart Allen Smith and Sharon Smith, individually and on behalf of all others similarly situated v. T. Rowe Price International Funds, Inc., a corporation, T. Rowe Price International, Inc., Artisan Funds, Inc., a corporation, Artisan Partners Limited Partnership, and AIM International Funds, Inc., a corporation, AIM Advisors, Inc., Cause No. 03-L-1253.*

KOREIN TILLERY, LLC



STEPHEN M. TILLERY #2834995

EUGENE BARASH #6280933

10 Executive Woods Court

Swansea, IL 62226

Telephone: 618/277-1180

Facsimile: 314/241-3525

GEORGE A. ZELCS #3123738

Three First National Plaza

70 West Madison, Suite 660

Chicago, IL 60602

Telephone: 312/641-9750

Facsimile: 312/641-9751

Attorneys for Plaintiffs and the Class

CERTIFICATE OF SERVICE

The undersigned does hereby certify that a copy of the foregoing document was caused to be served on the following counsel of record by placing same in an envelope properly addressed with postage fully prepaid and by depositing said envelope in a United States Mail Box this 15th day of March, 2004:

Edward T. McDermott
Anthony Zaccaria
Adniel Pollack
Martin I. Kaminsky
Pollack & Kaminsky
114 West 47th Street
New York, New York 10036
Tel: 212/575-4700
Fax: 212/575-6560
**Attorneys for Defendants T.Rowe Price
International Funds, Inc., T.Rowe Price
International, Inc., AIM International
Funds, Inc., and AIM Advisors, Inc.**

Gordon R. Broom
Troy A. Bozarth
Burroughs, Hepler, Broom, MacDonald,
Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, Illinois 62025
Tel: 618/656-0184
Fax: 618/656-1364

and

John W. Rotunno
Kenneth E. Rechteris
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, Illinois 60602-4207
Tel: 312/372-1121
**Attorneys for Defendant Artisan Partners
Limited Partnership**

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, D.C. 20005
Tel: 202/508-4600
and
Robert H. Schultz, Jr.
Richard K. Hunsaker
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, Illinois 62026
Tel: 618/656-4646
**Attorneys for Defendant Artisan Funds,
Inc.**

A handwritten signature in black ink, appearing to be "E. B. M.", written over a horizontal line.

**IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS**

T.K. PARTHASARATHY, EDMUND WOODBURY,)
STUART ALLEN SMITH, and SHARON SMITH,)
individually and on behalf of all others similarly)
situated,)

Plaintiffs,)

vs.)

Cause No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,)
a corporation, T. ROWE PRICE INTERNATIONAL,)
INC., ARTISAN FUNDS, INC., a corporation,)
ARTISAN PARTNERS LIMITED PARTNERSHIP, and)
AIM INTERNATIONAL FUNDS, INC., a corporation,)
AIM ADVISORS, INC.,)

Defendants.)

ORDER APPROVING MOTION FOR ADMISSION PRO HAC VICE

THIS COURT, being fully advised in the premises, hereby grants the Motion for Admission Pro Hac Vice to allow *Francis J. Blaint, Jr. and Andy Friedman* admission *pro hac vice* to represent Plaintiff, *T.K. Parthasarathy, Edmund Woodbury, Stuart Allen Smith, individually and on behalf of all others similarly situated*, be admitted for the purpose of this case only.

Dated this _____ day of _____, 2004.

Judge Matoesian

IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED

MAR 17 2004

CLERK OF CIRCUIT COURT #68
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARATHY, EDMUND WOODBURY,)
STUART ALLEN SMITH, and SHARON SMITH,)
individually and on behalf of all others similarly)
situated,)

Plaintiffs,)

vs.)

Cause No. 03-L-1253

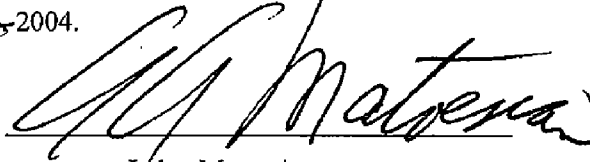
T. ROWE PRICE INTERNATIONAL FUNDS, INC.,)
a corporation, T. ROWE PRICE INTERNATIONAL,)
INC., ARTISAN FUNDS, INC., a corporation,)
ARTISAN PARTNERS LIMITED PARTNERSHIP, and)
AIM INTERNATIONAL FUNDS, INC., a corporation,)
AIM ADVISORS, INC.,)

Defendants.)

ORDER APPROVING MOTION FOR ADMISSION PRO HAC VICE

THIS COURT, being fully advised in the premises, hereby grants the Motion for Admission Pro Hac Vice to allow *Francis J. Blaint, Jr. and Andy Friedman* admission *pro hac vice* to represent Plaintiff, *T.K. Parthasarathy, Edmund Woodbury, Stuart Allen Smith, individually and on behalf of all others similarly situated*, be admitted for the purpose of this case only.

Dated this 17 day of March, 2004.



Judge Matoesian

RECEIVED

MAR 31 2004

LOGGED
CALENDAR FOR

N8947
P

10870-N8947

RKH/cle

IN THE CIRCUIT COURT OF THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED
MAR 17 2004
CLERK OF CIRCUIT COURT #14
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARATHY, EDMUND WOODBURY,
STUART ALLEN SMITH, and SHARON SMITH,
Individually and on behalf of all others similarly
situated,

Plaintiffs,

v.

No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,
a corporation, T. ROWE PRICE INTERNATIONAL,
INC., ARTISAN FUNDS, INC., a corporation,
ARTISAN PARTNERS LIMITED PARTNERSHIP,
AIM INTERNATIONAL FUNDS, INC., a corporation,
and AIM ADVISORS, INC.

Defendants.

JURY DEMAND

NOW COMES the Defendant, ARTISAN FUNDS, INC., by its counsel, HEYL, ROYSTER,
VOELKER & ALLEN, and hereby demands trial by jury in this cause.

ARTISAN FUNDS, INC.,

By: 

Robert H. Shultz, Jr. #03122739
Richard K. Hunsaker #06192867
Heyl, Royster, Voelker & Allen
103 W. Vandalia Street, Suite 100
Edwardsville, IL 62025
(618) 656-4646

HEYL ROYSTER
VOELKER
& ALLEN

Suite 100
Mark Twain Plaza II
103 West Vandalia Street
P.O. Box 467
Edwardsville, IL 62025-0467
Fax (618) 656-7940
(618) 656-4646

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, DC 20005
(202) 508-4600

10870-N8947
RKH/cle

CERTIFICATE OF SERVICE

The undersigned certifies that copies of the **Jury Demand** have been served upon the attorneys of record of all parties to the above cause by enclosing the same in an envelope addressed to such attorneys at their business address as disclosed by the pleadings of record herein, with postage fully prepaid, and by depositing said envelope in a U.S. Post Office Box in Edwardsville, Illinois, on 5/16, 2004.

By: 

HEYL, ROYSTER, VOELKER & ALLEN

Copies Mailed To:

Stephen M. Tillery
Korein Tillery
10 Executive Woods Court
Swansea, Illinois 62226

George A. Zelcs
Three First National Plaza
70 West Madison Street
Suite 660
Chicago, Illinois 60602

Daniel A. Pollack
Martin I. Kaminsky
Edward T. McDermott
Anthony Zaccaria
Pollack & Kaminsky
114 West 47th Street
New York, New York 10036

Frank N. Gundloch
Glenn E. Davis
Armstrong Teasdale LLP
One Metropolitan Square, Suite 2600
St. Louis, Missouri 63102

Klint Bruno
Law Offices of Klint Bruno
1131 Lake Street
Oak Park, Illinois 60301

**HEYL ROYSTER
VOELKER
& ALLEN**

Suite 100
Mark Twain Plaza II
103 West Vandalia Street
P.O. Box 467
Edwardsville, IL 62025-0467
Fax (618) 656-7940
(618) 656-4646

**IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS**

T.K. PARTHASARATHY, EDMUND WOODBURY,)
STUART ALLEN SMITH, and SHARON SMITH,)
individually and on behalf of all others similarly)
situated,)

Plaintiffs,)

vs.)

Cause No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,)
a corporation, T. ROWE PRICE INTERNATIONAL,)
INC., ARTISAN FUNDS, INC., a corporation,)
ARTISAN PARTNERS LIMITED PARTNERSHIP, and)
AIM INTERNATIONAL FUNDS, INC., a corporation,)
AIM ADVISORS, INC.,)

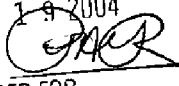
Defendants.)

MOTION FOR SUBSTITUTION OF JUDGE

COMES NOW Plaintiff, STUART ALLEN SMITH, by and through his undersigned counsel,
in accordance with 7235 ILCS 5/2-1001, and move this Court for a substitution of judge as a matter
of right, and in support of his motion, state as follows:

1. This matter was assigned to the Honorable Andreas Matoesian.
2. 735 ILCS 5/2-1001 provides that "[e]ach party shall be entitled to one substitution of judge without cause as a matter of right."
3. A trial court must grant a party's motion for substitution of judge as right "if the motion is presented before trial or hearing begins and before the judge to whom it is presented has ruled on any substantial issue in the case." *Rodisch v. Commacho-Esparza*, 722 N.E.2d 326, 329 (Ill.App. 1999). When a motion meets these minimal requirements, the parties right to substitution of judge without cause is absolute. *Id.*

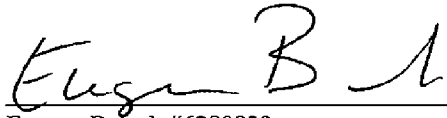
RECEIVED

MAR 19 2004
LOGGED 
CALENDAR FOR _____

4. Judge Matoesian has not made any substantive rulings in this case. This is plaintiff STUART ALLEN SMITH's first request for substitution of judge in this case.

WHEREFORE Plaintiff STUART ALLEN SMITH respectfully moves this Court to grant his Motion for Substitution of Judge.

KOREIN TILLERY, LLC

A handwritten signature in black ink, appearing to read "Eugene Barash", is written over a horizontal line.

Eugene Barash #6280933
STEPHEN M. TILLERY #2834995
10 Executive Woods Court
Swansea, IL 62226
Telephone: 618/277-1180
Facsimile 314/241-3525

George A. Zeics # 3123738
Three First National Plaza
70 West Madison, Suite 660
Chicago, IL 60602
Telephone: 312/641-9750
Facsimile: 312/641-9751
E-mail: gzelcs@koreintillery.com

Attorneys of Plaintiffs and the Class

PROOF OF SERVICE

The undersigned hereby certifies that a true copy of Plaintiff's Motion for Substitution of Judge was served upon the counsel of record listed below by enclosing same in an envelope, with postage fully prepaid, and deposited in a U.S. Mail Box this 18th day of March, 2004.

Edward T. McDermott
Anthony Zaccaria
Adniel Pollack
Martin I. Kaminsky
Pollack & Kaminsky
114 West 47th Street
New York, New York 10036
Tel: 212/575-4700
Fax: 212/575-6560

**Attorneys for Defendants T.Rowe Price
International Funds, Inc., T.Rowe Price
International, Inc., AIM International
Funds, Inc., and AIM Advisors, Inc.**

Gordon R. Broom
Troy A. Bozarth
Burroughs, Hepler, Broom, MacDonald,
Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, Illinois 62025
Tel: 618/656-0184
Fax: 618/656-1364

and
John W. Rotunno
Kenneth E. Rechtoris
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, Illinois 60602-4207
Tel: 312/372-1121

**Attorneys for Defendant Artisan Partners
Limited Partnership**

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, D.C. 20005
Tel: 202/508-4600

and
Robert H. Schultz, Jr.
Richard K. Hunsaker
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, Illinois 62026
Tel: 618/656-4646
**Attorneys for Defendant Artisan Funds,
Inc.**

Eugene B. A

**IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS**

T.K. PARTHASARATHY, EDMUND WOODBURY,)
STUART ALLEN SMITH, and SHARON SMITH,)
individually and on behalf of all others similarly)
situated,)

Plaintiffs,)

vs.)

Cause No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,)
a corporation, T. ROWE PRICE INTERNATIONAL,)
INC., ARTISAN FUNDS, INC., a corporation,)
ARTISAN PARTNERS LIMITED PARTNERSHIP, and)
AIM INTERNATIONAL FUNDS, INC., a corporation,)
AIM ADVISORS, INC.,)

Defendants.)

ORDER

This cause coming on for hearing on Plaintiff's Motion for Substitution of Judge and the Court being fully advised in the premises, hereby grants Plaintiff's Motion pursuant to 7235 ILCS 5/2-1001 as a matter of right. Cause sent to Chief Judge for reassignment.

DATED: _____

Judge

IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED

MAR 22 2004

CLERK OF CIRCUIT COURT #2
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARATHY, EDMUND WOODBURY,)
STUART ALLEN SMITH, and SHARON SMITH,)
individually and on behalf of all others similarly)
situated,)

Plaintiffs,)

vs.)

Cause No. 03-L-1253

T. ROWE PRICE INTERNATIONAL FUNDS, INC.,)
a corporation, T. ROWE PRICE INTERNATIONAL,)
INC., ARTISAN FUNDS, INC., a corporation,)
ARTISAN PARTNERS LIMITED PARTNERSHIP, and)
AIM INTERNATIONAL FUNDS, INC., a corporation,)
AIM ADVISORS, INC.,)

Defendants.)

ORDER

This cause coming on for hearing on Plaintiff's Motion for Substitution of Judge and the Court
being fully advised in the premises, hereby grants Plaintiff's Motion pursuant to 7235 ILCS
5/2-1001 as a matter of right. Cause sent to Chief Judge for reassignment.

DATED: 3/22/04

A. G. Matrese

Judge

RECEIVED

MAR 31 2004
LOGGED *CH*
CALENDAR FOR _____

IN THE CIRCUIT COURT OF MADISON COUNTY
STATE OF ILLINOIS

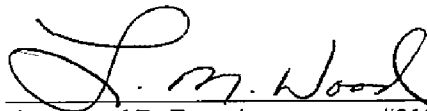
T.K. PARTHASARTHY, et al.,)	
)	
Plaintiffs,)	
)	
vs.)	Case No: 03-L-1253
)	
T. ROWE PRICE INTERNATIONAL)	
FUNDS, INC., et al.,)	
)	
Defendants.)	

DEFENDANTS' REQUEST FOR ADDITIONAL TIME

Defendants T. Rowe Price International Funds, Inc., T. Rowe Price International, Inc., AIM International Funds, Inc. and AIM Advisors, Inc. respectfully request additional time to file their answer or other responsive pleading(s) in the above-referenced matter, up to and including such later date as is determined by and mutually agreeable to counsel for the parties. Plaintiffs' counsel consents to such an extension.

Respectfully submitted,

ARMSTRONG TEASDALE LLP

By: 
Raymond R. Fournie #3126094
Glenn E. Davis #6184597
Lisa M. Wood #6202911
Jacqueline P. Ulin #6276863
One Metropolitan Square, Suite 2600
St. Louis, Missouri 63102-2740
(314) 621-5070
(314) 621-5065 (Facsimile)

RECEIVED
MAR 26 2004
LOGGED
CALLED FOR

OF COUNSEL:

Edward T. McDermott, Esq.
Anthony Zaccaria, Esq.
Daniel Pollack, Esq.
Martin I. Kaminsky, Esq.
Pollack & Kaminsky
114 West 47th Street
New York, NY 10036
(212) 575-4700
(212) 575-6560 (Facsimile)

ATTORNEYS FOR DEFENDANTS
T. ROWE PRICE INTERNATIONAL
FUNDS, INC., T. ROWE PRICE
INTERNATIONAL, INC., AIM
INTERNATIONAL FUNDS, INC. AND AIM
ADVISORS, INC.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing document was served by first-class mail, postage prepaid, upon the attorneys listed below, on this 25th day of March, 2004:

George A. Zelcs, Esq.
Korein Tillery
Three First National Plaza
70 West Madison, Suite 660
Chicago, Illinois 60602

Stephen M. Tillery, Esq.
Korein Tillery
10 Executive Woods Ct.
Swansea, Illinois 62226

Eugene Barash, Esq.
Korein Tillery
701 Market Street, Suite 300
St. Louis, Missouri 63101

ATTORNEYS FOR PLAINTIFFS

David O. Stewart, Esq.
Thomas B. Smith, Esq.
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

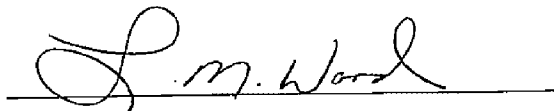
Robert H. Schultz, Jr., Esq.
Richard K. Hunsaker, Esq.
Heyl, Royster, Voelker & Allen
100 W. Vandalia St., Suite 100
Edwardsville, Illinois 62026

**ATTORNEYS FOR DEFENDANT
ARTISAN FUNDS, INC.**

Gordon R. Broom, Esq.
Troy A. Bozarth, Esq.
Burroughs, Hepler, Broom, MacDonald,
Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, Illinois 62025

John W. Rotunno, Esq.
Kenneth E. Rechtoris, Esq.
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, Illinois 60602-4207

**ATTORNEYS FOR DEFENDANT
ARTISAN PARTNERS LIMITED
PARTNERSHIP**

A handwritten signature in cursive script, appearing to read "J. M. Wood", is written over a horizontal line.

8

IN THE CIRCUIT COURT
FOR THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED

APR 02 2004

CLERK OF CIRCUIT COURT #13
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. Parthasarathy, et al,

Plaintiff,

vs.

Case No. 03-L-1253

T. Rowe Price International Funds, Inc.,

et al,

Defendants,

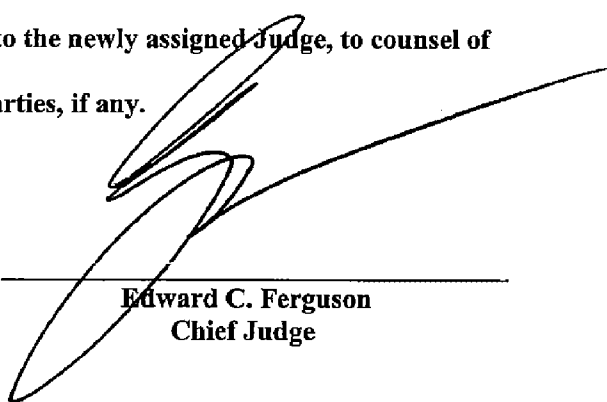
ORDER

The above-styled case is hereby assigned to the Honorable George Moran for setting and disposition.

The case was previously assigned to the Honorable A. A. Matoesian.

Clerk to send copies of this Order to the newly assigned Judge, to counsel of record herein, and to all unrepresented parties, if any.

DATE: April 2, 2004



Edward C. Ferguson
Chief Judge

RECEIVED

APR 08 2004

LOGGED
CALENDAR FOR

IN THE CIRCUIT COURT OF MADISON COUNTY
STATE OF ILLINOIS

T.K. PARTHASARTHY, et al.,)	
)	
Plaintiffs,)	
)	
vs.)	Case No: 03-L-1253
)	
T. ROWE PRICE INTERNATIONAL)	
FUNDS, INC., et al.,)	
)	
Defendants.)	

**DEFENDANT T. ROWE PRICE INTERNATIONAL FUNDS, INC.'S
MOTION FOR SUBSTITUTION OF JUDGE**

Defendant T. Rowe Price International Funds, Inc., pursuant to 735 ILCS 5/2-1001(a)(2), respectively moves for a substitution of judge from the present assignment of the Honorable George J. Moran. In support of this Motion, T. Rowe Price International Funds, Inc. states the following:

1. On March 22, 2004, Judge A.A. Matoesian entered an Order granting Plaintiff's Motion for Substitution of Judge, and sent this matter to the Chief Judge for reassignment. This matter has since been reassigned to the Honorable George J. Moran.
2. Section 5/2-1001 of the Illinois Code of Civil Procedure, subsection (a)(2)(i), provides that "[e]ach party shall be entitled to one substitution of judge without cause as a matter of right." 735 ILCS 5/2-1001(a)(2)(i).
3. The right to the substitution of a judge is absolute if presented before the judge has ruled on any substantial issues. 735 ILCS 5/2-1001(a)(2)(ii).
4. Judge Moran, to whom this matter was assigned only recently, has not ruled upon any substantial issue in this case to date.
5. Pursuant to 735 ILCS 5/2-1001(a)(2), T. Rowe Price International Funds, Inc. is

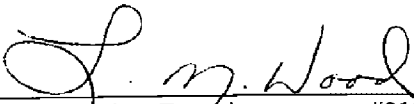
RECEIVED
APR 23 2004
LOGGED
CALENDAR FOR
RW

entitled, as a matter of right, to the substitution of judge sought by this motion.

WHEREFORE, Defendant T. Rowe Price International Funds, Inc. respectfully prays for a substitution of judge in this matter.

Respectfully submitted,

ARMSTRONG TEASDALE LLP

By: 
Raymond R. Fournie #3126094
Glenn E. Davis #6184597
Lisa M. Wood #6202911
Jacqueline P. Ulin #6276863
One Metropolitan Square, Suite 2600
St. Louis, Missouri 63102-2740
(314) 621-5070
(314) 621-5065 (Facsimile)

OF COUNSEL:

Daniel A. Pollack, Esq.
Martin I. Kaminsky, Esq.
Edward T. McDermott, Esq.
Anthony Zaccaria, Esq.
Pollack & Kaminsky
114 West 47th Street
New York, NY 10036
(212) 575-4700
(212) 575-6560 (Facsimile)

ATTORNEYS FOR DEFENDANTS
T. ROWE PRICE INTERNATIONAL
FUNDS, INC., T. ROWE PRICE
INTERNATIONAL, INC., AIM
INTERNATIONAL FUNDS, INC. AND AIM
ADVISORS, INC.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing document was served by first-class mail, postage prepaid, upon the attorneys listed below, on this 22nd day of April, 2004:

George A. Zelcs, Esq.
Korein Tillery
Three First National Plaza
70 West Madison, Suite 660
Chicago, Illinois 60602

Stephen M. Tillery, Esq.
Korein Tillery
10 Executive Woods Ct.
Swansea, Illinois 62226

Eugene Barash, Esq.
Korein Tillery
701 Market Street, Suite 300
St. Louis, Missouri 63101

ATTORNEYS FOR PLAINTIFFS

David O. Stewart, Esq.
Thomas B. Smith, Esq.
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

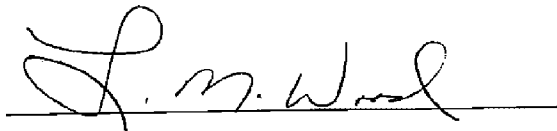
Robert H. Schultz, Jr., Esq.
Richard K. Hunsaker, Esq.
Heyl, Royster, Voelker & Allen
100 W. Vandalia St., Suite 100
Edwardsville, Illinois 62026

**ATTORNEYS FOR DEFENDANT
ARTISAN FUNDS, INC.**

Gordon R. Broom, Esq.
Troy A. Bozarth, Esq.
Burroughs, Hepler, Broom, MacDonald,
Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, Illinois 62025

John W. Rotunno, Esq.
Kenneth E. Rechtoris, Esq.
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, Illinois 60602-4207

**ATTORNEYS FOR DEFENDANT
ARTISAN PARTNERS LIMITED
PARTNERSHIP**

A handwritten signature in black ink, appearing to read "S. M. Wood", is written over a horizontal line.

IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARATHY, et al.,

Plaintiffs,

v.

T. ROWE PRICE INTERNATIONAL FUNDS,
INC., et al.,

Defendants.

Cause No. 03-L-1253

APR 27 2004
CLERK OF CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

THE ARTISAN DEFENDANTS' NOTICE OF PARTIAL WITHDRAWAL

Defendants Artisan Funds, Inc. ("Artisan Funds") and Artisan Partners Limited Partnership ("Artisan Partners") (together, the "Artisan Defendants"), by and through their undersigned counsel, hereby give notice to the Court and the parties of their withdrawal of those portions of *The Artisan Defendants' Motions to Dismiss (1) Pursuant to Section 5/2-301 for Lack of Personal Jurisdiction, and (2), in the Alternative, to Strike and Dismiss Pursuant to Section 5/2-615*, filed herein on March 1, 2004, and of the *Memorandum in Support of the Artisan Defendants' Motions (1) Pursuant to Section 2-301 of the Illinois Code of Civil Procedure to Dismiss for Lack of Personal Jurisdiction, and (2) in the Alternative, to Strike and Dismiss Pursuant to Section 2-615 of the Illinois Code of Civil Procedure*, filed herein on March 12, 2004, requesting dismissal of plaintiffs' action pursuant to Section 2-301 of the Illinois Code of Civil Procedure for lack of personal jurisdiction. Specifically, the Artisan Defendants withdraw: (1) Section II A (¶¶ 3-7) of their motion, including the March 1, 2004 Affidavit of Janet D. Olsen incorporated therein; and (2) as to their memorandum in support, the first full paragraph in Section I C (appearing at p. 5) and Section II A (appearing at pp. 7-19).

Dated: April 26, 2004

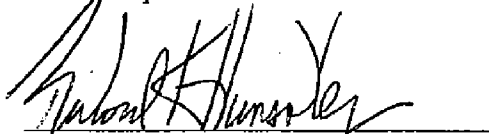
Respectfully submitted,



Gordon R. Broom - #00308447
Troy A. Bozarth - #06236748
Regina L. L. Wells - #06278688
Burroughs, Hepler, Broom,
MacDonald, Hebrank & True LLP
103 West Vandalia Street, Suite 300
Edwardsville, IL 62025
(618) 656-0184
(618) 656-1364 facsimile

John W. Rotunno - #02405342
Kenneth E. Rechtoris - #06190285
Daniel J. Hayes - #06243089
Bell, Boyd & Lloyd LLC
70 West Madison Street, Suite 3300
Chicago, IL 60602-4207
(312) 372-1121

*Attorneys for Artisan Partners Limited
Partnership*



Robert H. Shultz, Jr. #03122739
Richard K. Hunsaker #06192867
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, IL 62026
(618) 656-4646

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W., Suite 900
Washington, DC 20005
(202) 508-4600

Attorneys for Artisan Funds, Inc.

CERTIFICATE OF SERVICE

The undersigned certifies that a true and accurate copy of the foregoing document entitled The Artisan Defendants' Notice of Partial Withdrawal was served upon:

Stephen M. Tillery
Korein Tillery
10 Executive Woods Court
Swansea, Illinois 62226

George A. Zelcs
Three First National Plaza
70 West Madison Street
Suite 660
Chicago, Illinois 60602

Klint Bruno
Law Offices of Klint
Bruno
1131 Lake Street
Oak Park, Illinois 60301

Francis J. Balint, Jr.
Andrew Friedman
Bonnett, Fairbourn,
Friedman & Balint, P.C.
2901 N. Central Ave.
Suite 1000
Phoenix, Arizona 85012
Counsel for Plaintiffs

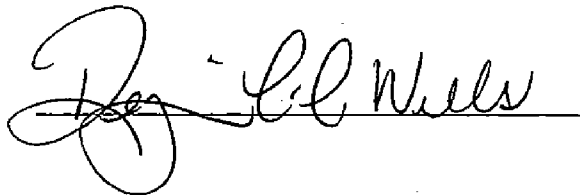
Daniel A. Pollack
Martin I. Kaminsky
Edward T. McDermott
Anthony Zaccaria
Pollack & Kaminsky
114 West 47th Street
New York, New York 10036

Frank N. Gundloch
Glenn E. Davis
Armstrong Teasdale LLP
One Metropolitan Square, Suite 2600
St. Louis, Missouri 63102
Counsel for Defendants
T. Rowe Price International
Funds Inc.,
T. Rowe Price International, Inc.,
AIM International Funds, Inc.,
and
AIM Advisors, Inc.

David O. Stewart
Thomas B. Smith
Ropes & Gray LLP
700 12th Street, N.W.
Suite 900
Washington, D.C. 20005
(202) 508-4600

Robert H. Shultz, Jr.
Richard K. Hunsaker
Heyl, Royster, Voelker & Allen
100 W. Vandalia Street, Suite 100
Edwardsville, IL 62026
(618) 656-4646
Attorneys for Artisan
Funds, Inc.

by placing copies of same in properly addressed envelopes, with first class postage affixed, and depositing said envelopes in the United States Mail at Edwardsville, Illinois, this 26th day of April, 2004.



IN THE CIRCUIT COURT
FOR THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED
APR 28 2004
CLERK OF CIRCUIT COURT #14
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. PARTHASARTHY, et al.,

Plaintiffs,

v.

T. ROWE PRICE INTERNATIONAL
FUNDS, INC., et al.,

Defendants.

No. 03 L 1253

O R D E R

Defendant T. Rowe Price International Funds' Motion for Substitution of Judge filed April 22, 2004 is hereby allowed. File to be sent to the Chief Judge for reassignment.

Clerk to send copy of this Order to attorneys of record.

Date: 4-28-04

George J. Moran
GEORGE J. MORAN
CIRCUIT JUDGE

RECEIVED
MAY 0 2004
LOGGED
CALENDAR FOR

IN THE CIRCUIT COURT
FOR THE THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

FILED

MAY 03 2004

CLERK OF CIRCUIT COURT #13
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

T.K. Parthasarathy, et al,

Plaintiffs,

vs.

T. Rowe Price International Funds, et al,

Defendants,

Case No. 03-L-1253

ORDER

The above-styled case is hereby assigned to the Honorable Nicholas Byron for setting and disposition.

The case was previously assigned to the Honorable George Moran.

Clerk to send copies of this Order to the newly assigned Judge, to counsel of record herein, and to all unrepresented parties, if any.

DATE: May 3, 2004



Edward C. Ferguson
Chief Judge

RECEIVED

JUN 21 2004

LOGGED
CALENDAR FOR